

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE
TOMBIGBEE ELECTRIC POWER ASSOCIATION HELD OCTOBER 12, 2023.

The Board of Directors of the Tombigbee Electric Power Association met at the Tupelo Headquarters Office, Tupelo, MS, on Thursday, October 12, 2023, at 5:00 p.m. The following directors were present:

Class of 2024

Jim Gray
Steve Holland
Don Knight
Andy Spradling
Danny Riley

Class of 2025

Sammy Reed
John McFerrin
Buddy Palmer
Randy Letson
T. J. Adams (A)

Class of 2026

Lynn Turner
Mike Irwin
Chip Prestage
Brenda Shumpert
F. G. Wiygul, Jr.

(A)—Not present
(P)—Phone/Zoom

Also, present were Scott Hendrix, CEO
 Jonathan Hagood, Auditor
 Bruce Williams, CFO
 Michael Dickinson, Safety, Loss, and Prevention
 Jeff Godfrey, Tupelo Electric Operations Manager
 Matt Fennell, Manager of Fiber Services
 Ken Brown, Fulton Branch Manager
 Toby Mask, Manager of Engineering
 Mitzi Hinds, Manager of Member Services
 April Hood, Manager of Member Services(in-training)

Lynn Turner called the meeting to order and called on Mike Irwin to open the meeting with prayer.

Mr. Turner opened the floor for consideration of the August 2023 Board Meeting Minutes. **Chip Prestage made a motion that the September 2023 meeting minutes prepared and distributed be approved.** Buddy Palmer seconded the motion for approval and upon vote taken, a majority vote was observed.

Scott Hendrix informed the board that two members of Tombigbee EPA would like to address the board and had followed proper procedures and asked to speak to the board. Mr. Thomas and his wife Amanda were present. Mr. Smith discussed the outages he had been experiencing since moving to TEPA service area. The board took this under advisement.

Lynn Turner asked if an executive session was needed. Scott Hendrix responded yes; the board needed to enter executive session. Steve Holland made a motion to enter executive session, and Chip Prestage seconded the motion. A vote was duly taken, and a majority vote was observed, the board entered executive session.

Buddy Palmer made a motion to exit the executive session and Don Knight seconded the motion, A vote was duly taken, and a majority vote was observed, and the regular board meeting continued.

Attorney Report: Scott R. Hendrix had no attorney report this month.

Committee Reports:

Personnel/Executive Committee: Lynne Turner, Chairman

The Personnel Committee meet earlier in the week to discuss the COLA for 2024, Christmas Party and Bonus. The committee recommends a 3% COLA for the coming year, an employee Christmas Party and a one-week Christmas bonus, as in previous years. Since this is a recommendation of the committee no motion is needed. A vote was duly taken, and a majority vote was observed.

The Personnel Committee at the same meeting listened to a presentation by management on ways to improve our ROW program. The program would consist of new equipment and additional ROW positions. The new positions we be hired during 2024. Since this is a recommendation of the committee, no motion is needed. A vote was duly taken, and a majority vote was observed.

A recommendation of the committee to increase the monthly per diem by the sum of \$200 for each board member. The increase is warranted due to added responsibility relating to the operations of Tombigbee Fiber, LLC, our fiber subsidiary. This expense will be reimbursed by Tombigbee Fiber under the Expense and Service Sharing Agreement. Since this is a recommendation of the committee, no motion is needed. A vote was duly taken, with 12 voting yes, with Steve Holland and Sammy Reed voting no, motion passes.

Purchasing Committee: John McFerrin, for T.J. Adams, Chairman:

Purchasing Committee meet to discuss equipment needs for additional ROW employees. Mr. McFerrin discussed the equipment we could repurpose, and new equipment needed. This budget was presented to the board, since this is a recommendation of the committee no motion is needed. A vote was duly taken, and a majority vote was observed.

Fiber Update:

Matt Fennell, Manager of Fiber Services, gave an update on our broadband project. Mr. Fennell stated that there was a total of 21,708 fiber customers connected, an increase of 300 from last

month. There are 620 members waiting to be installed. The board was also updated on the following: take rate of 41%, and Mr. Fennell also updated the board on the number of voice customers 1,258 and revenue generated by both internet and voice customers. Mr. Fennell reported that 8 of the 9 high school football fields have Smart Town Wi-Fi service. Mr. Hendrix informed the board that a Fiber Splicing Rodeo was held at the Cadance Center, since the last meeting. Mr. Hendrix explained details of the activities. The event was highly successful and very well attended.

Engineer Report: Toby Mask had nothing new to report on this month, other than the new substation transformer at South Fulton was performing as expected.

Auditor's Report:

Mr. Hagood provided the board with a copy of the TEPA Monthly Highlights Report, prepared by Franks, Franks, Wilemon and Hagood for the month ending August 2023 and explained various details of the report. Specific details and information where gross margins from electric sales are down 18% for the same period last year; net income for this month has decreased as compared to the same period last year; kilowatt-hours sales are down 5.56%, compared to the month ending August 2022; and operating expenses have increased 5% from this time last year. Mr. Hagood further presented financial statements relative to Tombigbee Fiber, LLC.

CEO Report:

Mr. Hendrix informed the board of the outcome of the Winters Family Benefit that had happened since the last board meeting. Mr. Hendrix reminded the board of the NRECA Winter Conference if anyone board member needed or wanted to attend. Mr. Hendrix informed the board of employees that plan to attend the Calix Connections Conference and updated the board on the open Fulton teller positions.

Steve Holland asked about the resolutions from last month's board meeting. Mr. Hendrix has completed the resolution and handed a copy to each board member. Upon reading the resolution, Steve Holland made a motion to send the resolution to TVA. F.G. Wiygul seconded the motion, and a vote was duly taken. A unanimous vote of the board was observed. The resolution will be attached to the minutes.

Mr. Hendrix informed the board of Cooperative University (Youth Leadership Program) that will take place on October 25, at the Tupelo office. All board members are invited to attend.

Matters of Mutual Concern:

Don Knight made a motion to adjourn the meeting, Steve Holland seconded the motion. A vote was duly taken, and a majority vote was observed.

Buddy Palmer-Secretary

Lynn Turner-President